

Resolution No. \_\_\_\_\_

RESOLUTION PROVIDING FOR THE SALE OF APPROXIMATELY  
\$12,210,000 TAXABLE GENERAL OBLIGATION REFUNDING BONDS

WHEREAS the City of Waukesha, Waukesha County, Wisconsin (the "City") is presently in need of approximately \$12,210,000 for the public purpose of refunding obligations of the City, including interest on them, specifically, the portions of the Taxable General Obligation Refunding Bonds, Series 2009C, dated July 28, 2009 and the Taxable General Obligation Refunding Bonds, Series 2010D, dated December 1, 2010 issued to refund obligations which financed projects in Tax Incremental Districts No. 11, No. 17 and No. 19;

WHEREAS it is desirable to borrow said funds through the issuance of general obligation refunding bonds pursuant to Section 67.04, Wis. Stats.; and

WHEREAS due to certain provisions contained in the Internal Revenue Code of 1986, as amended, it is necessary to issue such general obligation refunding bonds on a taxable rather than tax-exempt basis;

NOW, THEREFORE, BE IT RESOLVED that:

1. The City shall issue approximately \$12,210,000 in principal amount of its Taxable General Obligation Refunding Bonds (the "Bonds") for the purpose above specified.
2. The Common Council hereby authorizes and directs the officers of the City to take all actions necessary to negotiate the sale of the Bonds with Robert W. Baird & Co. Incorporated ("Baird"). The Mayor and City Clerk of the City are hereby authorized to execute such agreements or other documents as are necessary to engage Baird to act as underwriter of the Bonds. At a subsequent meeting, the Common Council shall take further action to approve the details of the Bonds and authorize the sale of the Bonds.
3. The City Clerk shall cause an Official Statement concerning this issue to be prepared by Baird. The appropriate City officials shall determine when the Official Statement is final for purposes of Securities and Exchange Commission Rule 15c2-12 and shall certify said Statement, such certification to constitute full authorization of such Statement under this resolution.

Passed this 18th day of December, 2018.

Approved this 18th day of December, 2018.

\_\_\_\_\_  
Mayor

Attest:

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City Clerk